

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

<b>STANBERY INVESTMENTS, LTD., et al.,</b>	:	
	:	
<b>Plaintiffs,</b>	:	<b>Case No.: 2:15-CV-2948</b>
	:	
<b>v.</b>	:	
	:	<b>CHIEF JUDGE SARGUS</b>
<b>ALPINE INVESTMENTS HOLDING COMPANIES f/k/a DYNAMIC CONFECTIONS, INC.,</b>	:	<b>Magistrate Judge Kemp</b>
	:	
<b>Defendant/Counterclaimant Third-Party Plaintiff,</b>	:	
	:	
<b>v.</b>	:	
	:	
<b>MICHAEL D. RYAN and PJON, INC.,</b>	:	
	:	
<b>Third-Party Defendants.</b>	:	

**AGREED CONSENT JUDGMENT**

Pursuant to the agreement of the parties, the claims of Stanbery Investments, Ltd. (“Stanbery Investments”) and P. Jonathan Meyer (“Meyer”), and the counterclaims and third-party claims of Alpine Investments Holding Companies f/k/a Dynamic Confections, Inc. (“Dynamic”) against Stanbery Investments, Meyer, and PJON, Inc. are hereby resolved as follows:

WHEREAS, on September 23, 2015, Stanbery Investments and Meyer brought an action seeking declarations that a 1.93% interest in The Shoppes at Union Hill, LLC (“Union Hill Interest”) which Dynamic claimed it owned actually belonged to Stanbery Investments; that Dynamic has no right to the Union Hill Interest; that the total percentage interest of Dynamic’s ownership in Union Hill at the time of its acquisition of Michael Ryan’s interest in The Shoppes at Union Hill, LLC was 4.39%; and that Meyer made no false or material misrepresentation in

connection with Dynamic's acquisition of Michael Ryan's interests in the Stanbery entities (as described and defined in the Complaint).

WHEREAS, on October 26, 2015, Dynamic brought counterclaims and third-party claims alleging Meyer committed fraud (Count I), made negligent misrepresentation (Count II), and fraudulently induced Dynamic (Count III) and that Meyer, Stanbery Investments, and third-party defendant PJON, Inc. ("PJON") breached alleged fiduciary duties to Dynamic (Count IV) in connection with Michael Ryan's pledge and ultimate sale of his interests in Union Hill to Dynamic.

Pursuant to the agreement of Stanbery Investments, Meyer, PJON (the "Stanbery Parties") and Dynamic, the parties are irrevocably bound as follows:

1. Stanbery Investments is the owner of, and has all right and title to the 1.93% interest in The Shoppes at Union Hill, LLC, to which Dynamic claimed an interest;
2. Dynamic has no ownership right or title to the 1.93% interest in The Shoppes at Union Hill which was transferred to Stanbery Investments on June 30, 2014;
3. Dynamic's total ownership interest in The Shoppes at Union Hill, LLC on November 21, 2014 was 4.39%; and,
4. Meyer made no false or material misrepresentations to any person, including Dynamic, in connection with Dynamic's acquisition of Ryan's interest in Union Hill.
5. The parties agree and the Court Orders that all other claims against the Stanbery Parties are hereby dismissed with prejudice, including Dynamic's claims against Meyer for fraud, negligent misrepresentation, fraud in the inducement and for breach of fiduciary duty; Dynamic's claim against Stanbery Investment for breach of fiduciary duty and Dynamic's claim against PJON for breach of fiduciary duties.
6. The Court Orders that the claims between the Stanbery Parties and Dynamic are

dismissed with prejudice.

7. The parties agree that the Stanbery Parties are making no payments to Dynamic as a part of this resolution and have no financial obligation to Dynamic on account of the claims at issue in this litigation.

8. Dynamic's claims against Michael Ryan are not disposed of by this Judgment.

9. The Court shall retain continuing and exclusive jurisdiction over this matter.



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CHIEF JUDGE EDMUND SARGUS

AGREED:

/s/ Kevin R. McDermott  
Kevin R. McDermott, Esq. (0019256)  
BARNES & THORNBURG LLP  
41 South High Street, Suite 3300  
Columbus, Ohio 43215  
(614) 628-1425  
(614) 628-1433 FAX  
[kmcdermott@btlaw.com](mailto:kmcdermott@btlaw.com)

Joseph L. Bierwirth, Esq. (*admitted pro hac vice*)  
Ryan P. McManus, Esq. (*admitted pro hac vice*)  
HEMENWAY & BARNES LLP  
75 State Street  
Boston, MA 02109  
(617) 227-7940  
[jbierwirth@hembar.com](mailto:jbierwirth@hembar.com)  
[rmcmanus@hembar.com](mailto:rmcmanus@hembar.com)

*Counsel for Defendant/Third Party Plaintiff  
Alpine Investment Holding Company f/k/a  
Dynamic Confections, Inc.*

/s/ Matthew S. Zeiger  
Matthew S. Zeiger, Esq. (0075117)  
Bridget C. Coontz, Esq. (0072919)  
ZEIGER, TIGGES & LITTLE LLP  
41 South High Street, Suite 3500  
Columbus, Ohio 43215  
Telephone: (614) 365-9900  
Facsimile: (614) 365-7900  
Email: [zeiger@litohio.com](mailto:zeiger@litohio.com)  
[zeigerm@litohio.com](mailto:zeigerm@litohio.com)  
[coontz@litohio.com](mailto:coontz@litohio.com)

*Counsel for the Stanbery Parties*